

EXHIBIT K

CONFIDENTIAL

**MINUTES OF
HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY
SPECIAL CALLED MEETING
December 21, 2010**

Attendees: Authority board Members: Ralph Rosenberg, Lamar Reese, Wilhelmina Hall, Charles Lingle, John Inman, Jr. M.D., Rev. H.B. Johnson, Fred Ghiglieri. Among those also present were Joel Wernick, Kerry Loudermilk, Joe Austin, Tommy Chambless, Annette Allen (recorder), regular legal counsel to the Authority, James Reynolds and Huff Croxton and special legal counsel to the Authority Robert Baudino and Kari Middleton.

Absent: Jyotir Mehta, M.D., Rev. Eugene Sherman

Called To Order: The special called meeting was called to order by Chairman, Rosenberg at 7:33 a.m. in the Willson Board Room of Phoebe Putney Memorial Hospital

Topic/Discussion	Conclusion/Evaluation	Recommendation/Action	Follow-Up
Open Meeting and Establish a Quorum Mr. Rosenberg welcomed the Authority and he established that a quorum was present. Mr. Rosenberg also recognized and thanked Ms. Wilhelmina Hall for her many years of loyal and able service to the Authority. Mr. Rosenberg pointed out that Ms. Hall was rotating off the Authority in Jan 2011 and he also congratulated Dr. Lingle and Mr. Ghiglieri for their respective re-appointments by the Dougherty County Commission			
Approval of the Agenda The agenda was reviewed.		A motion was made and seconded to approve the agenda. The motion passed unanimously.	
Closing of the Meeting:		Dr. Lingle made a motion to close the meeting to discuss the future acquisition of real estate	

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Topic/Discussion	Conclusion/Evaluation	Recommendation/Action	Follow-Up																		
		<p>by the Authority; to discuss a potentially commercially valuable plan proposal or strategy that may be of competitive advantage in the operation of the Hospital or its medical facilities; and privileged consultation with legal counsel, including consultation pertaining to pending or potential litigation, settlement, claims, administrative proceedings or other judicial actions @ 7:34a.m. Ms. Hall seconded the motion.</p> <p>Mr. Rosenberg polled the individual Authority members whose votes are shown below:</p> <table><tr><td>Ralph Rosenberg</td><td>Yes</td></tr><tr><td>Charles Lingle</td><td>Yes</td></tr><tr><td>John Inman, Jr.MD.</td><td>Yes</td></tr><tr><td>Rev. H.B. Johnson</td><td>Yes</td></tr><tr><td>Fred Ghiglieri</td><td>Yes</td></tr><tr><td>Lamar Reese</td><td>Yes</td></tr><tr><td>Dr. Eugene Sherman</td><td>absent</td></tr><tr><td>Wilhelmina Hall</td><td>Yes</td></tr><tr><td>Dr. Jyotir Mehta -</td><td>absent</td></tr></table> <p>The motion passed unanimously.</p>	Ralph Rosenberg	Yes	Charles Lingle	Yes	John Inman, Jr.MD.	Yes	Rev. H.B. Johnson	Yes	Fred Ghiglieri	Yes	Lamar Reese	Yes	Dr. Eugene Sherman	absent	Wilhelmina Hall	Yes	Dr. Jyotir Mehta -	absent	
Ralph Rosenberg	Yes																				
Charles Lingle	Yes																				
John Inman, Jr.MD.	Yes																				
Rev. H.B. Johnson	Yes																				
Fred Ghiglieri	Yes																				
Lamar Reese	Yes																				
Dr. Eugene Sherman	absent																				
Wilhelmina Hall	Yes																				
Dr. Jyotir Mehta -	absent																				
The open session reconvened																					
Resolutions:																					

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Topic/Discussion	Conclusion/Evaluation	Recommendation/Action	Follow-Up
<p>At the request of Mr. Rosenberg, Mr. Reynolds presented and reviewed in detail, for consideration by the Authority certain Resolutions(attached) entitled: <i>Resolutions of the Hospital Authority of Albany- Dougherty County, Georgia: Approving Proposed Transaction with Palmyra Park Hospital, Inc.; Authorizing Waiver of Lease Provision; Approving Management Agreement; And Declaring Official Intent Relative to Possible Tax Exempt Financing.</i></p> <p>Mr. Reynolds next presented and reviewed another Resolution (attached) entitled: <i>Resolution of The Hospital Authority of Albany-Dougherty County, George Regarding Voluntary Payments In Lieu of Taxes.</i></p>		<p>Lamar Reese made the motion to adopt and approve the aforementioned Resolutions. Rev. Johnson seconded the motion. The motion was seconded and passed unanimously.</p> <p>Mr. Ghiglieri made the motion to adopt and approve the Resolution. The motion was seconded and passed unanimously.</p>	
<p><u>Closing Remarks</u> Mr. Rosenberg stated the next meeting will be in February 2011 and the calendar of quarterly meetings will be mailed.</p>			
<p><u>Adjournment</u></p>		With there being no further business, the meeting, adjourned at 9:07a.m.	

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Annette Allen, Recorder

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